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as Indenture Trustee

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11  
: Case No. 05-44481 (RDD)  
: (Jointly Administered)  
DELPHI CORPORATON, *et al.*, :  
: PROPOSED ORDER QUASHING  
Debtors. : TRIAL SUBPOENA  
:-----X-----

Wilmington Trust Company, as indenture trustee (“WTC”), by its attorneys, Kirkpatrick & Lockhart Nicholson Graham LLP, having duly moved for an Order quashing (i) the subpoena for trial testimony of the person or persons identified by WTC pursuant to Fed. R. Civ. P. 30(b)(6) delivered to its counsel on June 26, 2006 and (ii) the trial subpoena issued to Steven Cimalore and delivered to WTC’s counsel on June 28, 2006 (collectively, the “Trial Subpoenas”) and for certain other relief.

NOW, upon the papers and proceedings heretofore had and filed herein; the Order to Show Cause dated June 28, 2006; the Affidavit of Edward M. Fox sworn to June 28, 2006, and the exhibits annexed thereto; and the Memorandum of Law in Support of Motion for Order Quashing the Trial Subpoenas, and the Court having duly deliberated thereon and good cause appearing therefore; it is

ORDERED, that WTC's motion for an Order quashing the Trial Subpoenas is granted, and the Trial Subpoenas be, and hereby are, quashed.

IT IS SO ORDERED.

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United States Bankruptcy Judge

Dated: New York, New York  
\_\_\_\_\_, 2006